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Attorneys for the Official Committee of Equity Security Holders
 of USA Capital Diversified Trust Deed Fund, LLC

UNITED STATES BANKRUPTCY COURT
 DISTRICT OF NEVADA

In re:
 USA COMMERCIAL MORTGAGE COMPANY,
 Debtor.

In re:
 USA CAPITAL REALTY ADVISORS, LLC,
 Debtor.

In re:
 USA CAPITAL DIVERSIFIED TRUST DEED
 FUND, LLC,
 Debtor.

In re:
 USA CAPITAL FIRST TRUST DEED FUND,
 LLC,
 Debtor.

In re:
 USA SECURITIES, LLC,
 Debtor.

Affects:
☒ All Debtors
☐ USA Commercial Mortgage Company
☐ USA Securities, LLC
☐ USA Capital Realty Advisors, LLC
☐ USA Capital Diversified Trust Deed Fund,
 LLC
☐ USA First Trust Deed Fund, LLC

Case No. BK-S-06-10725 LBR
 Case No. BK-S-06-10726 LBR
 Case No. BK-S-06-10727 LBR
 Case No. BK-S-06-10728 LBR
 Case No. BK-S-06-10729 LBR

Chapter 11

Jointly Administered Under
 Case No. BK-S-06-10725-LBR

**MARC A. LEVINSON'S
 VERIFIED PETITION FOR
 PERMISSION TO PRACTICE IN
 THESE CASES ONLY BY
 ATTORNEY NOT ADMITTED
 TO BAR OF THIS COURT**

(AFFECTS ALL DEBTORS)

1 Marc A. Levinson, Petitioner, respectfully represents to the Court:

2 1. That Petitioner resides in El Macero, Yolo County, California.

3 2. That Petitioner is an attorney at law and a member of the law firm of Orrick,
4 Herrington & Sutcliffe LLP, with offices at 400 Capitol Mall, Suite 3000, Sacramento, California,
5 95814-4497, (916) 447-9200.

6 3. That Petitioner has been retained personally or as a member of the above law firm
7 by the Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed
8 Fund, LLC, to provide legal representation to Official Committee of Equity Security Holders of
9 USA Capital Diversified Trust Deed Fund, LLC, in connection with the above entitled cases now
10 pending before this Court;

11 4. That, since December 19, 1973, Petitioner has been and presently is a member of
12 good standing of the bar of the highest court of the State of California where Petitioner regularly
13 practices law;

14 5. That Petitioner was admitted to practice before the following United States District
15 Courts, United States Circuit Courts of Appeal, the Supreme Court of the United States and
16 Courts of other States on the dates indicated for each, and that petitioner is presently a member in
17 good standing of the bars of said courts;

<u>Court</u>	<u>Date Admitted</u>
18 U.S. Supreme Court	8/5/94
19 9th Circuit Court of Appeals	8/25/77
20 U.S. District Court for the Central District of California	11/11/75
21 U.S. District Court for the Northern Division of California	9/26/76
22 U.S. District Court for the Southern Division of California	8/22/77
23 U.S. District Court for the Eastern Division of California	11/8/77
24 U.S. District Court for the Western District of Michigan	12/4/97
25 U.S. District Court for the Eastern District of Michigan	1/22/02

26 6. That there are or have been no disciplinary proceedings instituted against
27
28

Petitioner, nor any suspension of any license, certificate or privilege to appear before any judicial, regulatory or administrative body, or any resignation or termination in order to avoid disciplinary or disbarment proceedings.

7. That Petitioner has never been denied admission to the State Bar of Nevada.

8. That Petitioner is a member in good standing of the State Bar of California.

9. Petitioner or any member of Petitioner's firm (or office if firm has offices in more than one city) with which Petitioner is associated has/have filed application(s) to appear as counsel under Local Rule IA 10-2 during the past three (3) years in the following matters:

Date of Application	Cause	Title of Court/Administrative Body or Arbitrator	Was Application Granted or Denied
July 2005	In re Washington Group, International	USBC, Nevada	Granted
January 2006	Ronnie Williams v. Trendwest Resorts	USDC, Nevada	Granted
January 2006	Joseph H. Westerfield v. Fairfield Resorts	USDC, Nevada	Granted
March 2006	Joseph H. Westerfield v. Fairfield Resorts	USDC, Nevada	Granted

(If necessary, please attach a statement of additional applications)

10. Petitioner consents to the jurisdiction of the courts and disciplinary boards of the State of Nevada with respect to the law of this state governing the conduct of attorneys to the same extent as a member of the State Bar of Nevada.

11. Petitioner agrees to comply with the standards of professional conduct required of the members of the bar of this court.

12. Petitioner has disclosed in writing to the client that Petitioner is not admitted to practice in this jurisdiction, and that the client has consented to such representation.

That Petitioner respectfully pray that she be admitted to practice before this court FOR PURPOSES OF THIS CASE ONLY.

DATED: June 22, 2006



PETITIONER

1 STATE OF CALIFORNIA)

2 COUNTY OF SACRAMENTO)

) ss.

3 Marc A. Levinson, Petitioner, being first duly sworn, deposes and says:

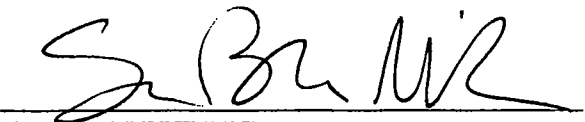
4 That foregoing statements are true.

5 

6 PETITIONER

7 Subscribed and sworn to (or affirmed) before me on this 22 day of June, 2006, by Marc A.
8 Levinson, personally known to me or proved to me on the basis of satisfactory evidence to be the
9 person(s) who appeared before me.



11 

12 NOTARY PUBLIC

ORDER

The Verified Petition of Marc A. Levinson to practice in this case only is approved.

DATED this ____ day of _____, 2006

PATRICIA GRAY, CLERK
UNITED STATES BANKRUPTCY COURT

By: _____
Deputy Clerk